

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

UWORLD, LLC fka
USMLEWORLD, LLC,

Plaintiff,

v.

USMLE GALAXY, LLC, DBA
ARCHER REVIEW,

Defendant.

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Civil Action No. 3:23-cv-00447

**PLAINTIFF UWORLD’S ORIGINAL ANSWER AND AFFIRMATIVE
DEFENSES TO DEFENDANT ARCHER REVIEW’S
FIRST AMENDED COUNTERCLAIM**

Plaintiff UWorld, LLC, fka USMLEWorld, LLC (“UWorld”), by and through their undersigned counsel, respectfully submits its Original Answer and Affirmative Defenses in response to the First Amended Counterclaim (“Counterclaim”) filed by USMLEGalaxy, LLC, dba Archer Review (“Archer Review”), Dkt. No. 62. UWorld states as follows:

PARTIES

1. UWorld admits the allegations in Paragraph 1.
2. UWorld admits the allegations in Paragraph 2.

JURISDICTION AND VENUE

3. The allegations in Paragraph 3 contain legal conclusions to which no response is required. To the extent a response is required, UWorld does not dispute that this Court has jurisdiction over Archer Review's counterclaim.

4. The allegations in Paragraph 4 contain legal conclusions to which no response is required. To the extent a response is required, UWorld does not dispute that this Court has personal jurisdiction over UWorld.

5. The allegations in Paragraph 5 contain legal conclusions to which no response is required. To the extent a response is required, UWorld does not dispute that venue is proper in this Court.

FACTUAL ALLEGATIONS

6. UWorld is without sufficient knowledge or information to form a belief as to the truth of the allegations in Paragraph 6 and therefore denies them.

7. UWorld is without sufficient knowledge or information to form a belief as to the truth of the allegations in Paragraph 7 and therefore denies them.

8. UWorld is without sufficient knowledge or information to form a belief as to the truth of the allegations in Paragraph 8 and therefore denies them.

9. UWorld is without sufficient knowledge or information to form a belief as to the truth of the allegations in Paragraph 9 and therefore denies them.

10. UWorld is without sufficient knowledge or information to form a belief as to the truth of the allegations in Paragraph 10 and therefore denies them.

11. UWorld is without sufficient knowledge or information to form a belief as to the truth of the allegations in Paragraph 11 and therefore denies them.

12. UWorld is without sufficient knowledge or information to form a belief as to the truth of the allegations in Paragraph 12 and therefore denies them.

13. UWorld is without sufficient knowledge or information to form a belief as to the truth of the allegations in Paragraph 13 and therefore denies them.

14. UWorld is without sufficient knowledge or information to form a belief as to the truth of the allegations in Paragraph 14 and therefore denies them.

15. UWorld is without sufficient knowledge or information to form a belief as to the truth of the allegations in Paragraph 15 and therefore denies them.

UWorld's (Alleged) Targeted Social Media Smear Campaign Against Archer Review—Denied

16. UWorld is without sufficient knowledge or information to form a belief as to the truth of the allegations that “Archer Review began solidifying its processes, improving its content, and seeing increasing numbers of students register for its products, in June 2022,” and therefore denies them. UWorld admits that it was concerned about its declining market share as of June 2022. UWorld also admits that Dr. Chandra Pemmasani is UWorld’s founder and CEO. UWorld further admits that, in June of 2022, Dr. Chandra Pemmasani expressed concern about Archer

Review's identical or substantially similar content and suggested proceeding with an investigation and potential counteractive measures. UWorld otherwise denies the allegations in Paragraph 16.

17. UWorld admits that various individuals working at UWorld have theories about shills or bots associated with Archer Review. UWorld otherwise denies the allegations in Paragraph 17.

18. UWorld admits that it maintains a presence on social media, including Reddit. UWorld further maintains that its official subreddit ("r/UWorld") is maintained by its official account ("UWorldOfficial"). UWorld otherwise denies the allegations in Paragraph 18.

19. UWorld admits that content team members promote UWorld in various NCLEX-RN and nursing-related subreddits. UWorld admits that content team members occasionally post or comment via accounts on Reddit, a platform on which most individuals participate through pseudonyms and thus do not reveal certain details about their identity. UWorld otherwise denies the allegations in Paragraph 19.

20. UWorld admits that upvotes and downvotes play a role in visibility of a post or comment on Reddit. UWorld otherwise denies the allegations in Paragraph 20.

21. UWorld is without sufficient knowledge or information to form a belief as to the truth of the allegations that “Reddit’s platform rules expressly prohibit this type of ‘content manipulation (including spamming, vote manipulation, ban evasion, or subscriber fraud,)’” and therefore denies them. UWorld otherwise denies the allegations in Paragraph 21.

22. Footnote 4 to Paragraph 22 contains a legal conclusion to which no response is required. UWorld otherwise denies the allegations in Paragraph 22.

23. UWorld admits that Taylor Wilkerson, Holly Dorn, and Andrew Gilman investigated Archer Review and hoped to defend UWorld’s reputation against suspected misconduct by Archer Review. UWorld otherwise denies the allegations in Paragraph 23.

24. UWorld admits that both UWorld and Archer Review offer programs, materials, and services to nursing students. UWorld otherwise denies the allegations in Paragraph 24.

25. UWorld admits that its content developers used Reddit features to ban posts, upvote posts, and downvote posts based on an evaluation of each post’s content. UWorld otherwise denies the allegations in Paragraph 25.

26. UWorld admits that the user “-tree-trunks-” has been an account used by Taylor Wilkerson. UWorld further admits that “-tree-trunks-” published the post attached as Exhibit A to Archer Review’s First Amended Complaint. The document

comprising Exhibit A speaks for itself. UWorld admits that individuals employed by UWorld encouraged others to upvote the post. UWorld otherwise denies the allegations in Paragraph 26.

27. Paragraph 27 contains a legal conclusion to which no response is required.

28. The document comprising Exhibit A speaks for itself. To the extent a further response is required, UWorld otherwise denies the allegations in Paragraph 28.

29. The document comprising Exhibit A speaks for itself.

30. Paragraph 30 contains a legal conclusion to which no response is required. To the extent a response is required, UWorld is without sufficient knowledge or information to form a belief as to the truth of the allegations in Paragraph 30, and therefore denies them.

31. The document comprising Exhibit A speaks for itself. To the extent a further response is required, UWorld is without sufficient knowledge or information to form a belief as to the truth of the allegations in Paragraph 31, and therefore denies them.

32. The document comprising Exhibit A speaks for itself. To the extent a further response is required, UWorld is without sufficient knowledge or information

to form a belief as to the truth of the allegations in Paragraph 32, and therefore denies them.

33. The document comprising Exhibit A speaks for itself. UWorld admits that “[w]hat started as a passion project in [Dr. Chandra Pemmasani’s] college dorm room has blossomed into a thriving company that students and professionals turn to when they require the best learning tools to prepare them for their pivotal exams.” To the extent a further response is required, UWorld is without sufficient knowledge or information to form a belief as to the truth of the allegations in Paragraph 33, and therefore denies them.

34. UWorld is without sufficient knowledge or information to form a belief as to the truth of the allegations in Paragraph 34, and therefore denies them.

35. UWorld admits that the user “-tree-trunks-” is an account used by Taylor Wilkerson. UWorld further admits that “-tree-trunks-” published the post attached as Exhibit B to Archer Review’s First Amended Complaint. The document comprising Exhibit B speaks for itself. UWorld otherwise denies the allegations in Paragraph 35.

36. UWorld admits that “-tree-trunks-” published the post attached as Exhibit B to Archer Review’s First Amended Complaint. The content available at the links provided in Footnote 6 speaks for itself. UWorld admits that the user

account “Neat_Elderberry_9388” has been used by an individual employed by UWorld. UWorld otherwise denies the allegations in Paragraph 36.

37. UWorld is without sufficient knowledge or information to form a belief as to the truth of the allegations in Paragraph 37, and therefore denies them.

Archer Review (Allegedly) Loses Customers As A Result of UWorld’s (Alleged) Disparaging Reddit Posts—Denied

38. UWorld is without sufficient knowledge or information to form a belief as to the truth of the allegations in Paragraph 38 concerning cited instances of students requesting refunds or raising disputes in late August 2022, and therefore denies them. UWorld otherwise denies the allegations in Paragraph 38.

39. UWorld is without sufficient knowledge or information to form a belief as to the truth of the allegations in Paragraph 38 concerning alleged student decisions not to use Archer Review, and therefore denies them. UWorld otherwise denies the allegations in Paragraph 39.

40. UWorld is without sufficient knowledge or information to form a belief as to the truth of the allegations in Paragraph 40, and therefore denies them.

41. Paragraph 41 contains a legal conclusion to which no response is required. To the extent a response is required, UWorld denies the allegations in Paragraph 41.

Archer Review (Alleged) Potential Business Opportunity—Denied

42. UWorld is without sufficient knowledge or information to form a belief as to the truth of the allegations in Paragraph 42, and therefore denies them.

43. UWorld is without sufficient knowledge or information to form a belief as to the truth of the allegations in Paragraph 43, and therefore denies them.

44. UWorld is without sufficient knowledge or information to form a belief as to the truth of the allegations in Paragraph 44, and therefore denies them.

45. Paragraph 45 contains legal conclusions to which no response is required. To the extent a response is required, UWorld is without sufficient knowledge or information to form a belief as to the truth of the allegations in Paragraph 45, and therefore denies them.

COUNT I: (ALLEGED) BUSINESS DISPARAGEMENT—DENIED

46. In responding to Paragraph 46 of the Counterclaim, UWorld repeats and incorporates by reference each response to each Paragraph as though fully set forth herein.

47. UWorld denies the allegations in Paragraph 47, including its subparts.

48. UWorld denies the allegations in Paragraph 48.

49. UWorld denies the allegations in Paragraph 49.

50. UWorld denies the allegations in Paragraph 50.

51. UWorld denies the allegations in Paragraph 51.

**COUNT II: (ALLEGED) FALSE ADVERTISING (15 U.S.C. § 1125(A))—
DENIED**

52. In responding to Paragraph 52 of the Counterclaim, UWorld repeats and incorporates by reference each response to each Paragraph as though fully set forth herein.

53. UWorld denies the allegations in Paragraph 53.

54. UWorld denies the allegations in Paragraph 54.

55. UWorld denies the allegations in Paragraph 55.

56. UWorld denies the allegations in Paragraph 56.

57. UWorld denies the allegations in Paragraph 57.

58. UWorld denies the allegations in Paragraph 58.

DEMAND FOR JURY TRIAL

59. UWorld admits that Archer Review has articulated a jury demand.

PRAYER FOR RELIEF

60. With respect to the allegations in the section of the Counterclaim entitled “Prayer for Relief,” UWorld admits that Archer Review seeks the relief set forth therein, but denies that UWorld is entitled to any of the relief requested. Otherwise, the allegations of the “Prayer for Relief” section of the Counterclaim are denied.

AFFIRMATIVE AND OTHER DEFENSES

UWorld asserts the following affirmative and additional defenses, without assuming the burden of proof for any issues to which the applicable law places the burden on Archer Review. Moreover, nothing stated herein is intended to be construed as an acknowledgment that any particular issue or subject matter is relevant to Archer Review's allegations. Furthermore, all defenses are pleaded in the alternative, and none constitute an admission of liability or that Archer Review is entitled to any relief on its claims or causes of action. In addition, UWorld specifically reserves all rights to amend its answer to allege additional defenses that become known through the course of discovery or otherwise.

61. Archer Review's claims are barred, in whole or in part, because the Counterclaim fails to state a claim upon which relief can be granted.

62. Archer Review's claims are barred, in whole or in part, by the doctrine of unclean hands. The facts supporting this defense are alleged and described in UWorld's Second Amended Complaint, Dkt. No. 54—allegations which are specifically incorporated herein by reference as though fully set forth herein.

63. Archer Review's claims are barred, in whole or in part, because the statements made in Exhibits A and B are substantially true.

64. Archer Review's claims are barred, in whole or in part, by principles of justification or privilege, including the doctrine of common-law privilege.

65. Archer Review’s claims are barred, in whole or in part, because Archer Review’s acts or omissions caused the injuries about which it complains, if any.

Dated: October 25, 2023

Respectfully submitted,

/s/Brett C Govett

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***Counsel for Plaintiff UWorld, LLC,
fka USMLEWorld, LLC***

CERTIFICATE OF SERVICE

I hereby certify that on October 25, 2023, the foregoing document was filed with the clerk of court for the U.S. District Court, Northern District of Texas, using the electronic case filing system of the court. The electronic case filing system sent a “Notice of Electronic Filing” to all attorneys of record who have consented in writing to accept this Notice as service of this document by electronic means.

/s/ Brett C. Govett

Brett C. Govett